

Taylor Edmund Frederick
 Form 4/A
 February 21, 2012

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Taylor Edmund Frederick

2. Issuer Name and Ticker or Trading Symbol
 Walker & Dunlop, Inc. [WD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 96 CLIFFIELD ROAD,
 (Street)

3. Date of Earliest Transaction
 (Month/Day/Year)
 08/16/2011

Director 10% Owner
 Officer (give title below) Other (specify below)

BEDFORD, NY 10506
 (City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)
 08/16/2011

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| Common Stock | 08/16/2011 | | A ⁽¹⁾ | 1,215 ⁽²⁾ | A \$ 0 5,517 ⁽¹⁾ | I ^{(1) (3) (5)} | See footnotes (1) (3) (5) |
| Common Stock | | | | | 5,289,937 ⁽³⁾ | I ^{(3) (4)} | See footnotes (3) (4) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

SEC 1474 (9-02)

Edgar Filing: Taylor Edmund Frederick - Form 4/A

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Taylor Edmund Frederick 96 CLIFFIELD ROAD BEDFORD, NY 10506 | X | | | |
| CREDIT SUISSE AG/ SEE FOOTNOTE (1) IN EXHIBIT 99.1 11 MADISON AVENUE NEW YORK, NY 10010 | X | | | |

Signatures

| | |
|--|------------|
| /s/ Edmund F. Taylor | 02/21/2012 |
| **Signature of Reporting Person | Date |
| /s/ Louise Guarneri, Managing Director on behalf of Credit Suisse AG | 02/21/2012 |
| **Signature of Reporting Person | Date |

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
 - ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- Represents shares of restricted common stock granted by the Issuer pursuant to the terms of its 2010 Equity Incentive Plan to Edmund F. Taylor for serving as a director of the Issuer. Mr. Taylor is a managing director of Credit Suisse Securities (USA) LLC, and pursuant to an arrangement, any director compensation received by him while so employed is paid over to or held for the benefit of Credit Suisse Securities (USA) LLC, or an affiliate thereof. Upon vesting, the shares are to be transferred to Credit Suisse Securities (USA) LLC, or an affiliate thereof, for no additional consideration.
- (1) Shares vest on August 16, 2012.
 - (2) See note (1) on Exhibit 99.1.

Edgar Filing: Taylor Edmund Frederick - Form 4/A

- (4) See note (2) on Exhibit 99.1.
- (5) See note (3) on Exhibit 99.1.

Remarks:

Exhibit 99.1 and Joint Filing Information incorporated herein by reference. This amendment restates the original Form 4 and 1

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.